

In re:	)	Chapter 11
	)	
FIRSTENERGY SOLUTIONS CORP., <i>et al.</i> , <sup>1</sup>	)	Case No. 18-50757
	)	(Jointly Administered)
	)	
Debtors.	)	
	)	Hon. Judge Alan M. Koschik
	)	

I, SCOTT L. ALBERINO, being duly sworn, state the following under penalty of perjury:

2. I am duly authorized to make this supplemental declaration (the “Supplemental Declaration”) on behalf of Akin Gump in further support of the *Application to Employ Akin Gump Strauss Hauer & Feld LLP as Co-Counsel to the Debtors and Debtors in Possession*

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[Docket No. 234] (the “Application”).<sup>2</sup> I submit this Supplemental Declaration in accordance with Bankruptcy Code sections 327(a), 328(a) and 330, Bankruptcy Rules 2014(a) and 2016(b), and Local Rule 2016-1. Except as otherwise noted, I have personal knowledge of the matters set forth herein.

3. On April 6, 2018, the Debtors filed the Application, together with, among other things, the *Declaration of Scott L. Alberino*, dated April 6, 2018, attached to the Application as Exhibit B (the “Alberino Declaration”).

4. Notwithstanding anything to the contrary in the Alberino Declaration, including paragraph 32, if a conflict, dispute or claim arises between the Debtors and a current or former client of Akin Gump, as listed on Schedules 2, 3 and 4 (as may be amended or supplemented from time to time), Akin Gump shall not commence a cause of action in these chapter 11 cases against the entities listed on Schedules 2, 3 and 4 that are current clients unless Akin Gump has an applicable waiver on file or first receives a waiver from such entity allowing Akin Gump to commence such action. To the extent the waiver does not exist or cannot be obtained, the Debtors will be represented in such particular matter by local counsel or conflicts counsel.

5. For the avoidance of doubt, Akin Gump will not represent any third party, including those listed on Schedule 2, in any action adverse to the Debtors and/or in connection with the chapter 11 cases. Further, upon information and belief, Akin Gump has not in the past represented any third parties in matters adverse to any of the Debtors or in connection with these chapter 11 cases.

6. Akin Gump shall use reasonable best efforts to comply with the *Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11*

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<sup>2</sup> Capitalized terms used but not otherwise defined herein shall have the meaning ascribed to them in the Application.

*U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases Effective as of November 1, 2013* and with the *United States Bankruptcy Court for the Northern District of Ohio Guidelines for Compensation and Expense Reimbursement of Professionals*, both in connection with the Application and the interim (if any) and final fee applications to be filed by Akin Gump in these chapter 11 cases.

7. Paragraph 52 of the Alberino Declaration states that Akin Gump has in the past and currently represents the Debtors and/or certain related parties. For the avoidance of doubt, Akin Gump currently does not represent any Related Non-Debtor Parties. Further, while Akin Gump has in the past and/or currently represents certain “related” parties, as detailed on Schedules 2-4, such representation has been, or is, on matters wholly unrelated to the chapter 11 cases and has not been, or is not, adverse to the Debtors.

8. On July 20, 2017, Rueben E. Dizengoff, the son of Ira Dizengoff, an Akin Gump partner in the New York office, accepted an offer of employment with the law firm of Milbank Tweed Hadley & McCloy LLP (“Milbank”), proposed counsel to the official committee of unsecured creditors (the “Committee”). Mr. Dizengoff will be joining Milbank in September of 2018 as an associate after his graduation from law school. Akin Gump has been advised that Milbank will institute formal screening measures to screen Mr. Dizengoff from all aspects of Milbank’s representation of the Committee.

9. Set forth on Schedule 1, annexed hereto, is a supplemental listing of those additional parties that have been identified, and searched, by Akin Gump since the filing of the Alberino Declaration (the “Searched Parties”).<sup>3</sup> Set forth on Schedule 2, annexed hereto, is a list of those Searched Parties that Akin Gump either (a) currently represents (or represents a related

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<sup>3</sup> Akin Gump’s representations that are set forth in paragraphs 4, 5, and 7 of this Supplemental Declaration apply equally to these supplemental Searched Parties that are listed on Schedules 1-4 attached hereto.

party thereto) in matters wholly unrelated to the chapter 11 cases, and/or (b) has in the past represented (or represented a related party thereto) in matters wholly unrelated to the chapter 11 cases. Set forth on Schedule 3, annexed hereto, is a listing of those Searched Parties that are currently, or may have in the past been, adverse to clients (or represents a related party thereto) of Akin Gump in matters wholly unrelated to the chapter 11 cases. Set forth on Schedule 4, annexed hereto, is a listing of those Searched Parties that currently serve or have served on informal and/or official creditors' committees (or represents a related party thereto) represented by Akin Gump.

*[Remainder of page intentionally left blank.]*

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge and belief.

Executed on April 23, 2018, in Washington D.C.

Respectfully submitted,

By: /s/ Scott L. Alberino  
Scott L. Alberino  
A Partner of the Firm

**Supplemental Schedule 1**

**Schedule of Searched Parties<sup>1</sup>**

**Members of the Official Committee of Unsecured Creditors**

Schwebel Baking Company

**Committee Professionals**

FTI Consulting, Inc.

PJT Partners, Inc.

Hahn Loeser & Parks LLP

**Notice of Appearance Parties as of April 19, 2018**

ASHTA Chemicals Inc.

MD Solar

Ellwood Group, Inc.

South Side Area School District

EnergySolutions, LLC

<sup>1</sup> Only new entities not run in the original conflicts check are included on these supplemental schedules.

## **Supplemental Schedule 2**

### **Schedule of Searched Parties and/or Certain Related Parties that Akin Gump Currently Represents, or Has in the Past Represented, in Matters Unrelated to these Chapter 11 Cases**

#### **Members of the Official Committee of Unsecured Creditors**

*Akin Gump has not represented and currently does not represent this party.*

#### **Committee Professionals**

*Akin Gump has in the past represented and currently represents the following companies and/or certain related parties of such companies on matters wholly unrelated to the Debtors' chapter 11 cases:*

FTI Consulting, Inc.

#### **Notice of Appearance Parties as of April 19, 2019**

*Akin Gump has in the past represented the following companies and/or certain related parties of such companies on matters wholly unrelated to the Debtors' chapter 11 cases:*

EnergySolutions, LLC

**Supplemental Schedule 3**

**Schedule of Searched Parties and/or Certain Related Parties that are Currently, or Have in the Past Been, Adverse to Clients of Akin Gump**

FTI Consulting, Inc.  
EnergySolutions, LLC



**Supplemental Schedule 4**

**Schedule of Searched Parties that are Currently Serving, or Have in the Past Served, on  
Other Informal and/or Official Creditors' Committees Represented by Akin Gump**

None.